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NO.700 P.2

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

SHAW FAMILY ARCHIVES, LTD.,  
BRADFORD LICENSING, INC., JAMES E.  
DOUGHERTY, and VALHALLA  
PRODUCTIONS, LLC.

Plaintiffs/Consolidated Defendants,

v.

CMG WORLDWIDE, INC. and MARILYN  
MONROE, LLC,

Defendants/Consolidated Plaintiffs.

X  
05 CV 3939 (CM)

Honorable Colleen McMahon

DECLARATION OF ANNA STRASBERG  
IN SUPPORT OF MARILYN MONROE, LLC's MOTION FOR SUMMARY  
JUDGMENT ON COUNT II AGAINST SHAW FAMILY ARCHIVES, LTD.

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Attorneys for Defendants/Consolidated Plaintiffs  
CMG Worldwide, Inc. and Marilyn Monroe LLC

**DECLARATION OF ANNA STRASBERG**

I, Anna Strasberg, declare and state as follows:

1. I am over eighteen years of age and competent and capable of making this declaration in support of Marilyn Monroe, LLC's Motion for Summary Judgment on Count II against Shaw Family Archives, Ltd. The following facts are personally known to me and, if called as a witness, I could and would testify competently thereto.

2. On July 5, 2001, I formed Marilyn Monroe, LLC, a Delaware limited liability company. A true and accurate copy of the July 5, 2001 Certificate of Formation is attached hereto as Exhibit A. Also on July 5, 2001, I transferred to Marilyn Monroe, LLC, my entire 75% interest in the estate of Marilyn Monroe, including, but not limited to, any and all rights of publicity, trademarks, and copyrights. A true and accurate copy of the Assignment of Member's Interest is attached hereto as Exhibit B. From its inception and continuing to today, I have been and continue to be the Manager of Marilyn Monroe, LLC.

3. Also on July 5, 2001, the Anna Freud Centre, the holder of the other 25% interest in the estate of Marilyn Monroe, including, but not limited to, any and all rights of publicity, trademarks, and copyrights, likewise transferred its interest to Marilyn Monroe, LLC. The Anna Freud Centre consented to the assignment on July 10, 2001. As with my transfer, this transfer by the Anna Freud Centre is reflected in the Assignment of Member's Interest attached hereto as Exhibit B.

4. CMG Worldwide, Inc. is the exclusive agent of Marilyn Monroe, LLC, with respect to the licensing of products bearing Marilyn Monroe's name, image, picture or likeness.

5. Marilyn Monroe died on August 5, 1962.

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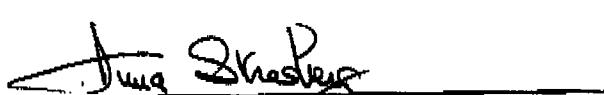
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6. In her Last Will and Testament, Marilyn Monroe gave 75% of the "rest, residue and remainder of [her] estate, both real and personal, of whatsoever nature and wheresoever situate... to which I shall be in any way entitled" to my late husband, Lee Strasberg, who was Marilyn Monroe's close friend and long-time acting coach. A true and accurate copy of Marilyn Monroe's Last Will and Testament is attached hereto as Exhibit C.

7. When Lee died, his 75% rights and interest in Marilyn Monroe's intangible personal property, including, but not limited to, all rights of publicity, trademarks, and copyrights, among other things, were passed to me through Lee's Last Will and Testament. A true and accurate copy of Lee Strasberg's Last Will and Testament is attached hereto as Exhibit D.

8. Marilyn Monroe, LLC has never given written consent for the Shaw Family Archives, Ltd. ("SFA") or anyone else, to use Marilyn Monroe's name, picture, image or likeness on the T-shirts sold in Indiana or on the tags affixed to the T-shirts sold in Indiana as described in the Declaration of Tracy Betz. Furthermore, Marilyn Monroe LLC has never given written consent for SFA's or Bradford Licensing's use of Ms. Monroe's name, picture, image or likeness in connection with its advertising and solicitations on their Internet website.

I declare under penalty of perjury under the laws of the United States that I believe the foregoing is true and correct. Executed on this 29 day of September, 2006 in New York, N.Y.  
New York City, New York



Anna Strasberg